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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re  
85 FLATBUSH RHO MEZZ LLC, et al.,<sup>1</sup>  
  
Debtors

Case No. 20-23280 (RDD)  
Chapter 11

(Jointly Administered)

**NOTICE OF ENTRY OF ORDER GRANTING TH HOLDCO LLC'S MOTION TO  
APPROVE (I) THE ADEQUACY OF INFORMATION IN THE DISCLOSURE  
STATEMENT, (II) SOLICITATION AND NOTICE PROCEDURES, (III) FORMS OF  
BALLOTS, AND (IV) CERTAIN DATES WITH RESPECT THERETO**

**PLEASE TAKE NOTICE THAT** by the order entered on May 26, 2022 [Docket No. 210] (the "Disclosure Statement Order"), the United States Bankruptcy Court for the Southern District of New York (the "Court") approved the *Second Amended Disclosure Statement Relating to the Second Amended Chapter 11 Plan Filed by Creditor TH Holdco LLC Related To 85 Flatbush*

<sup>1</sup> The Debtors (as defined) in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, include: 85 Flatbush RHO Mezz LLC (6184); 85 Flatbush RHO Hotel LLC (5027); and 85 Flatbush RHO Residential LLC (2261).

*RHO Mezz LLC, 85 Flatbush RHO Hotel LLC, and 85 Flatbush RHO Residential LLC* [Docket No. 212] (as may be amended, supplemented, or modified from time to time, the “Disclosure Statement”) filed by TH Holdco LLC (“TH Holdco”) and authorized TH Holdco to solicit votes to accept or reject the *Second Amended Chapter 11 Plan Filed by Creditor TH Holdco LLC Related To 85 Flatbush RHO Mezz LLC, 85 Flatbush RHO Hotel LLC, and 85 Flatbush RHO Residential LLC* [Docket No. 211] (as may be amended, supplemented, or modified from time to time, the “Plan”).<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE THAT the hearing at which the Court will consider confirmation of the Plan (the “Confirmation Hearing Date”) will commence on June 30, 2022, at 10:00 a.m., prevailing Eastern Time before the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601.**<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE THAT** the Confirmation Hearing Date may be continued from time to time by the Court or TH Holdco without further notice other than by adjournments being announced in open court or through a filing of a notice of adjournment on the Court’s docket.

**PLEASE TAKE FURTHER NOTICE THAT** the Plan may be modified, if necessary, pursuant to § 1127 of title 11 of the United States Code, §§ 101 *et seq.* (the “Bankruptcy Code”) before, during, or as a result of the Confirmation Hearing, without further notice to interested parties.

**PLEASE TAKE FURTHER NOTICE THAT** not later than fifteen (15) days prior to the Confirmation Hearing Date (the “Plan Supplemental Filing Deadline”), TH Holdco will file the compilation of documents and information (the “Plan Supplement”), if any, required to be disclosed in accordance with § 1129(a)(5); *provided that*, through the Effective Date of the Plan, TH Holdco or the Debtors, as applicable, shall have the right to amend any schedules, exhibits, and the other documents contained in, and exhibits to, the Plan Supplement.

**PLEASE TAKE FURTHER NOTICE THAT** the deadline for filing objections to the Plan is June 22, 2022, at 4:00 p.m., prevailing Eastern Time (the “Plan Objection Deadline”). All objections to the relief sought at the Confirmation Hearing must (i) be in writing, (ii) conform to the Bankruptcy Rules and the Local Rules, (iii) state the name and address of the objecting party and the amount and nature of such party’s Claim or Interest, (iv) state with particularity the basis and nature of any objection(s) to the Plan and, if practicable, a proposed modification to the Plan

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the same meanings set forth in the Plan or Disclosure Statement, as applicable.

<sup>3</sup> Subject to further notice, the Confirmation Hearing will be held remotely, by Zoom and, for those without access to Zoom, telephonically. Sign-in instructions may be found on the Court’s website or by contacting the White Plains Division’s Clerks Office.

<sup>4</sup> Unless otherwise specifically stated, all references to “§” or “section” herein are to a section of the Bankruptcy Code; all references to “Bankruptcy Rule” are to the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”); all references to “Local Rule” are to the Local Bankruptcy Rules for the Southern District of New York (the “Local Rules”).

that would resolve such objection, and (v) be filed with the Court electronically and served upon the following parties **so as to be actually received on or before the Plan Objection Deadline:**

(a) the Chambers of the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, [rdd.chambers@nysb.uscourts.gov](mailto:rdd.chambers@nysb.uscourts.gov);

(b) counsel to TH Holdco LLC, Dentons US LLP, 1221 Avenue of the Americas, 25th Floor, New York, New York 10020, Attn: Lauren M. Macksoud ([lauren.macksoud@dentons.com](mailto:lauren.macksoud@dentons.com)); [robert.richards@dentons.com](mailto:robert.richards@dentons.com); [sarah.schrag@dentons.com](mailto:sarah.schrag@dentons.com));

(c) counsel to the Debtors, Leech Tishman Robinson Brog, 875 Third Avenue, 9th Floor, New York, NY 10022, Attn: Fred B. Ringel ([fbr@leechtishman.com](mailto:fbr@leechtishman.com); [ls@leechtishman.com](mailto:ls@leechtishman.com));

(d) the Office of the U.S. Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Room 1006, New York, NY 10014, Attn: Andrea Beth Schwartz ([andrea.b.schwartz@usdoj.gov](mailto:andrea.b.schwartz@usdoj.gov)); and

(e) anyone else requesting notice in these Chapter 11 Cases.

**PLEASE TAKE FURTHER NOTICE THAT** holders of Claims entitled to vote on the Plan will receive (i) copies of the Disclosure Statement Order, the Disclosure Statement, the Plan, and certain exhibits thereto, (ii) this Notice, (iii) a copy of the Solicitation and Voting Procedures, and (iv) a Ballot. Failure to follow the instructions set forth on the Ballot may disqualify that Ballot and the vote represented thereby.

**PLEASE TAKE FURTHER NOTICE THAT** the date for determining which holders of Claims are entitled to vote on the Plan is May 25, 2022 (the “Voting Record Date”).

**PLEASE TAKE FURTHER NOTICE THAT** the deadline for voting on the Plan is on **June 22, 2022, at 4:00 p.m., prevailing Eastern Time** (the “Voting Deadline”). If you received a Solicitation Package, including a Ballot and intend to vote on the Plan you must: (a) follow the instructions carefully; (b) complete all of the required information on the Ballot; and (c) execute and return your completed Ballot according to and as set forth in detail in the voting instructions so that it is actually received by TH Holdco (through its counsel as indicated in the Ballot) on or before the Voting Deadline.

**PLEASE TAKE FURTHER NOTICE THAT** additional copies of the Plan, Disclosure Statement, or any other solicitation materials (except for Ballots) are available free of charge by contacting TH Holdco’s attorneys at (212) 768-6808 or by emailing [85FlatbushRHOballots@dentons.com](mailto:85FlatbushRHOballots@dentons.com). You may also obtain copies of any pleadings filed in these Chapter 11 Cases for a fee via PACER at <http://www.nysb.uscourts.gov>.

**PLEASE TAKE FURTHER NOTICE THAT** (a) holders, as of the Voting Record Date, of unimpaired Claims in Class 1 (85 Flatbush RHO Hotel Other Priority Claims) and Class 2 (85 Flatbush RHO Residential Other Priority Claims), which are conclusively presumed to accept the

Plan; (b) holders, as of the Voting Record Date, of Interests, as applicable, in Class 14 (85 Flatbush Mezz Existing Equity Interests), which are deemed to reject the Plan; and (c) holders, as of the Voting Record Date of Disputed Claims, as applicable, will each receive a Non-Voting Status Notice rather than a Ballot. If you have not received a Ballot (or you have received a Ballot in an amount you believe to be incorrect) but believe that you should be entitled to vote on the Plan (or vote in an amount different than the amount listed on your Ballot), then you must serve on the Debtors and TH Holdco and file with the Court a motion for an order pursuant to Bankruptcy Rule 3018(a) (each, a “Rule 3018(a) Motion”) temporarily allowing such Claim in a different amount for purposes of voting to accept or reject the Plan. Not later than 3 business days prior to the Voting Deadline, the holder of a Disputed Claim must *resolve* (each, a “Resolution Event”) any pending objection or request for estimation to the claim or interest in order to be eligible to vote. In accordance with Bankruptcy Rule 3018, as to any creditor filing a Rule 3018(a) Motion, such creditor’s Ballot will not be counted unless temporarily allowed by the Court for voting purposes ***after notice and a hearing***. Rule 3018(a) Motions that are not timely filed, served, and resolved in the manner as set forth above may not be considered.

**PLEASE TAKE FURTHER NOTICE THAT** the following parties will receive a copy of this Confirmation Hearing Notice but will not receive a Solicitation Package, Ballot, copy of the Disclosure Statement, Plan, or any other similar materials or notices: (a) holders of Claims that have not been classified in the Plan pursuant to § 1123(a)(1) of the Bankruptcy Code other than the Administrative Claims; and (b) all other parties included in the Debtor’s creditor matrix or the Schedules that do not fall within any of the categories described in the Disclosure Statement Order.

Dated: May 26, 2022  
New York, New York

**DENTONS US LLP**

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